

RECORDATION NO. 11880-A FILED

NOV 07 '07 -1 57 PM

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.

SUITE 301  
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

November 7, 2007

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Termination of Lease, dated as of October 29, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Lease Agreement previously filed with the Commission under Recordation Number 11880.

The name and address of the party to the enclosed document are:

Lessor: First Union Rail Corporation (successor-by-merger  
To RAILEASE Inc.)  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

[Lessee: Texas, Oklahoma & Eastern RR Co.  
810 Whittington Avenue  
Hot Springs, AR 71901]

Mr. Vernon A. Williams  
November 7, 2007  
Page 2

A description of the railroad equipment covered by the enclosed document  
is:

200 boxcars: TOE 3000 - TOE 3199.

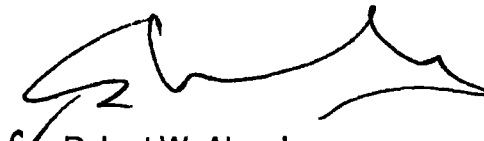
A short summary of the document to appear in the index is:

Memorandum of Termination of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

NOV 07 '07 -1 57 PM

**MEMORANDUM OF TERMINATION OF LEASE** SURFACE TRANSPORTATION BOARD

This MEMORANDUM OF TERMINATION OF LEASE (the "Memorandum") is made by First Union Rail Corporation, as successor by merger of RAILEASE Inc ("Lessor"), the lessor party, who wishes to show for the public record that the lease described below, which lease relates to the railcars described below, has terminated and is no longer in effect.

Description of Lease: Lease Agreement dated June 1, 1980 between RAILEASE Inc ("Lessor") and Texas, Oklahoma & Eastern RR CO. ("Lessee"), Equipment Schedule No. One, a copy of which was filed with the former Interstate Commerce Commission on June 9, 1980 at 1:15 p.m. under Recordation No. 11880.

Description of Railcars: Two hundred (200) general purpose boxcars, 100-ton with E.O.C. (Paccar), bearing the reporting mark TOE and identifying numbers in the range 3000 - 3199.

The address of First Union Rail Corporation is:

One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

IN WITNESS WHEREOF, First Union Rail Corporation, as successor by merger of RAILEASE Inc, has caused this Memorandum to be executed on October 29, 2007.

FIRST UNION RAIL CORPORATION  
as successor by merger of RAILEASE Inc

By: [Signature]  
John J. Thomas  
President

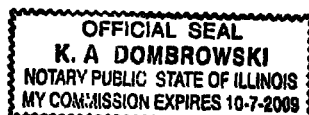
STATE OF ILLINOIS )  
 )  
COUNTY OF COOK )

I, K. A. Dombrowski, a Notary Public of the County and State aforesaid, certify that John J. Thomas, President of First Union Rail Corporation, personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Termination of Lease.

WITNESS my hand and official stamp or seal this 29th day of October, 2007,

[Signature]  
Notary Public

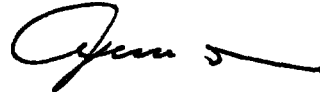
[NOTARIAL SEAL]



**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11 / 7 / 07



\_\_\_\_\_  
Robert W. Alvord